

CONTRACT #1
RFS # 305.05-017

Department of State
Division of Library
& Archives

VENDOR:
Auto-Graphics, Inc.



**GENERAL ASSEMBLY OF THE STATE OF TENNESSEE
FISCAL REVIEW COMMITTEE**

320 Sixth Avenue, North - 8th Floor
NASHVILLE, TENNESSEE 37243-0057
615-741-2564

Rep. Charles Curtiss, Chairman

Representatives

Harry Brooks	Mary Pruitt
Curt Cobb	Donna Rowland
Bill Dunn	David Shepard
Dennis Ferguson	Curry Todd
Craig Fitzhugh, <i>ex officio</i>	
Speaker Jimmy Naifeh, <i>ex officio</i>	

Sen. Don McLeary, Vice-Chairman

Senators

Mae Beavers	David Fowler
Jim Bryson	Steve Southerland
Steve Cohen	
Douglas Henry, <i>ex officio</i>	
Lt. Governor John S. Wilder, <i>ex officio</i>	

M E M O R A N D U M

TO: The Honorable Dave Goetz, Commissioner
Department of Finance and Administration

FROM: Charles Curtiss, Chairman
Don McLeary, Vice-Chairman

DATE: September 15, 2005

SUBJECT: Contract Comments
(Contract Services Subcommittee Meeting 9/14/05)

RFS# 305.05-017

Department: State/Division of Library & Archives

Contractor: Auto-Graphics, Inc.

Summary: Auto-Graphics is the current Application Service Provider with an on-line union catalog of library collections and interlibrary loan services for over 200 public libraries in Tennessee. It is also the provider of the Automation System (Agent/VERSO) for the State Library and Archives. This amendment would consolidate these services under a single contract. The term of the contract does not change with this amendment and the maximum liability increases by \$37,880.

Original maximum liability: \$1,395,000

Maximum liability with amendment: \$1,432,880

After review, the Fiscal Review Committee voted to postpone action on the contract amendment until the next meeting.

cc: The Honorable Riley Darnell, Secretary of State
Jeanne Sugg, State Librarian and Archivist, Department of State
Robert Barlow, Director, Office of Contracts Review

Leni Chick

From: Sherlene Holt [Sherlene.Holt@state.tn.us]
Sent: Thursday, September 22, 2005 12:45 PM
To: Leni Chick
Subject: Re: Additional Information

The actual expenditures for Auto-Graphics are:

FY 2004	\$116,250	
FY 2005	\$465,000	
FY 2006	\$116,250	as of September 2005

If you need anything else, just let me know.

Sherlene

>>> "Leni Chick" <leni.chick@legislature.state.tn.us> 09/22/05 10:23 AM

>>>

Good Morning:

At the meeting on September 14, 2005, members of the Contract Services Subcommittee voted to direct the departments to provide the Committee with actual expenditures each year in addition to the allotted expenditures included on the Contract Summary Sheet.

Please provide the actual expenditures each year regarding the Contract with Auto-Graphics. We already have the Contract Summary Sheet for this contract. Thank you for your assistance.

Leni S. Chick
Fiscal Analyst
Fiscal Review Committee
8th Floor, Rachel Jackson Building
320 Sixth Avenue, North
Nashville, Tennessee 37243
(615) 253-2048 (phone)
(615) 253-0318 (fax)

REQUEST: NON-COMPETITIVE AMENDMENT

RECEIVED

SEP 01 2005

FISCAL REVIEW

APPROVED

Commissioner of Finance & Administration
Date:EACH REQUEST ITEM BELOW MUST BE DETAILED OR ADDRESSED AS REQUIRED.

1) RFS # 305.05-017

2) State Agency Name : Tennessee State Library and Archives

EXISTING CONTRACT INFORMATION

3) Service Caption : Provision of a statewide public library catalog, online interlibrary loan system and cataloging system.

4) Contractor : Auto-Graphics, Inc.

5) Contract # FA-0475899-00

6) Contract Start Date : (attached explanation required if date is < 60 days after F&A receipt) 1 April 2004

7) Current Contract End Date IF all Options to Extend the Contract are Exercised : 31 March 20098) Current Total Maximum Cost IF all Options to Extend the Contract are Exercised : 2,325,000.00

PROPOSED AMENDMENT INFORMATION

9) Proposed Amendment # 00110) Proposed Contract End Date IF all Options to Extend the Contract are Exercised : 31 March 200911) Proposed Total Maximum Cost IF all Options to Extend the Contract are Exercised : 2,402,805.00

12) Approval Criteria : (select one)

☐ use of Non-Competitive Negotiation is in the best interest of the state

☒ only one uniquely qualified service provider able to provide the service

13) Description of the Proposed Amendment Effects & Any Additional Service :

Proposed Amendment would add the following services to the existing contract:

- AGent Portal service will allow Tennessee Public libraries/users to search electronic databases from a single interface and will allow each library to customize their resource and summary screens and searching options individually.
- Contractor will serve as an Application Service Provider (ASP) and provide access to the AGent/VERSO Local Automation System for the Tennessee State Library and Archives. This system is currently being used at the State Library and this amendment will add the service to the current Auto-Graphics contract.

- Amendment will include costs for training sessions for the two additional services.

14) Explanation of Need for the Proposed Amendment :

The Portal Services will give Public Libraries in the State of Tennessee the ability to use one interface to search the online catalog of public library holdings, the databases of the Tennessee Electronic Library and any additional databases subscribed to by the individual library. Also, 15 TBR institutions have purchased the Auto-Graphics Portal product and this will open the library collections of these institutions for reciprocal interlibrary loan services. Broadening the participants in the statewide interlibrary loan system will increase efficiency and cost savings for state institutions using interlibrary loan to serve library patrons.

The Agent/Verso automation system is currently in use at the State Library and adding that service to the AGent contract will simplify budgeting and contractor compensation procedures.

15) Name & Address of Contractor's Current Principal Owner(s) :
(not required if proposed contractor is a state education institution)

Auto-Graphics, Inc., 3201 Temple Avenue, Pomona, CA 91768

16) Documentation of Office for Information Resources Endorsement :
(required only if the subject service involves information technology)

select one:

☐

Documentation Not Applicable to this Request

X

Documentation Attached to this Request

17) Documentation of Department of Personnel Endorsement :
(required only if the subject service involves training for state employees)

select one:

X

Documentation Not Applicable to this Request

☐

Documentation Attached to this Request

18) Documentation of State Architect Endorsement :
(required only if the subject service involves construction or real property related services)

select one:

X

Documentation Not Applicable to this Request

☐

Documentation Attached to this Request

19) Description of Procuring Agency Efforts to Identify Reasonable, Competitive, Procurement Alternatives :

Auto-Graphics is the sole producer and vendor of AGent software.

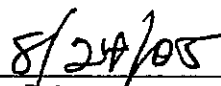
20) Justification for the Proposed Non-Competitive Amendment :

Auto-Graphics' AGent ASP system is currently in use by more than 200 public libraries across the state for cataloging and interlibrary loan services. The addition of these additional services can be done centrally and with a minimum of training for these public library sites since these libraries are familiar with the software interfaces. The additional services will add efficiency and increase sources for interlibrary loan services and will increase cooperation between public and academic libraries in Tennessee.

REQUESTING AGENCY HEAD SIGNATURE & DATE :

(must be signed & dated by the ACTUAL procuring agency head as detailed on the Signature Certification on file with OCR— signature by an authorized signatory will be accepted only in documented exigent circumstances)


Agency Head Signature


Date

Blley c. Darnell
Secretary of State

State of Tennessee



Jeanne D. Sugg
State Librarian and Archivist

Department of State

Tennessee State Library and Archives
403 Seventh Avenue North
Nashville, Tennessee 37243-0312

September 1, 2005

To: James White
Executive Director, Fiscal Review Committee

From: Jeanne Sugg *JS/MLH*
State Librarian and Archivist

RE: Request for approval of Non-Competitive Amendment

We request approval of an amendment to our current Auto-Graphics, Inc. contract in order to add the following services:

Auto-Graphics, Inc. is the current Application Service Provider with an online union catalog of library collections and interlibrary loan services for over 200 public libraries in Tennessee and is the provider of the Automation System (AGent/VERSO) for the State Library and Archives. This amendment will consolidate these services under a single contract.

The addition of the AGent Portal service will allow Tennessee Public libraries/users to search electronic databases from a single interface and will allow each library to customize their resource and summary screens and searching options individually.

Also, 15 TBR institutions have purchased the Auto-Graphics Portal product and this will open the library collections of these institutions for reciprocal interlibrary loan services. Broadening the participants in the statewide interlibrary loan system will increase efficiency, cost savings, and co-operation for state institutions using interlibrary loan to serve students and public library patrons.

Thank you for your assistance in this matter.

Draft

**AMENDMENT 001
TO FA-04-15899-00**

This contract, by and between the State of Tennessee, Department of State, Division of Library and Archives, hereinafter referred to as the State, and Auto-Graphics, Inc., hereinafter referred to as the "Contractor," is hereby amended as follows:

1. Add the following as Section A.12 and renumber any subsequent sections as necessary:

A.12. Portal Interface. Contractor will provide, as part of the currently installed ASP system for Tennessee Public Libraries, a user interface to the Tennessee Electronic Library databases. The AGent Portal will allow users to search the databases from a single interface and will allow each library to customize their resource and summary screens and searching options individually.

2. Add the following as Section A.13 and renumber any subsequent sections as necessary:

A.13. Local Automation System. Contractor will serve as an Application Service Provider (ASP) and provide access to the AGent/VERSO Local Automation System for the Tennessee State Library and Archives. Contractor will provide outsourced host facilities management, system hardware, software and communications, and system administration for AGent/VERSO integrated Web portal software system, Acquisitions and Serials modules, including basic ILS software package for 150,000 or more unique bibliographic records, documentation, and ten hours of annual technical support.

3. Add the following as Section A.14 and renumber any subsequent sections as necessary:

A.14. Training. Contractor will provide on-site training for the Portal Interface and AGent/Verso services.

4. Delete Section C.1. in its entirety and insert the following in its place:

C.1. Maximum Liability. In no event shall the maximum liability of the State under this Contract exceed One Million, Four Hundred Thirty-Two Thousand, Eight Hundred Eighty Dollars (\$1,432,880.00). The Service Rates in Section C.3 shall constitute the entire compensation due the Contractor for the Service and all of the Contractor's obligations hereunder regardless of the difficulty, materials or equipment required. The Service Rates include, but are not limited to, all applicable taxes, fees, overheads, and all other direct and indirect costs incurred or to be incurred by the Contractor.

The Contractor is not entitled to be paid the maximum liability for any period under the Contract or any extensions of the Contract for work not requested by the State. The maximum liability represents available funds for payment to the Contractor and does not guarantee payment of any such funds to the Contractor under this Contract unless the State requests work and the Contractor performs said work. In which case, the Contractor shall be paid in accordance with the Service Rates detailed in Section C.3. The State is under no obligation to request work from the Contractor in any specific dollar amounts or to request any work at all from the Contractor during any period of this Contract.

5. Delete Section C.3. in its entirety and insert the following in its place:

C.3. Payment Methodology. The Contractor shall be compensated based on the Service Rates herein for units of service authorized by the State in a total amount not to exceed the Contract Maximum Liability established in Section C.1. Rates are to remain constant through the contract term and all possible extensions. The Contractor's compensation shall be contingent upon the

satisfactory completion of units of service or project milestones defined in Section A. The Contractor shall be compensated based upon the following Service Rates:

<u>SERVICE UNIT/MILESTONE</u>	<u>AMOUNT</u>
ANNUAL FLAT FEE FOR ALL PROPOSED SERVICES TO ALL LIBRARIES AS ENUMERATED IN SECTIONS A.1 THROUGH SECTIONS A.11	\$465,000.00
ANNUAL FLAT FEE FOR AGENT/PORTAL INTERFACE FOR ALL LIBRARIES, SECTION A.12	\$10,000.00
ANNUAL FLAT FEE FOR AGENT/VERSO LOCAL AUTOMATION SYSTEM FOR TENNESSEE STATE LIBRARY AND ARCHIVES, SECTION A.13	\$8,940.00
6 TWO-DAY TRAINING SESSIONS @ \$2750.00	\$13,750.00

The Contractor shall submit quarterly invoices, in form and substance acceptable to the State with all of the necessary supporting documentation, prior to any payment.

The other terms and conditions of this contract not amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF:

AUTO-GRAPHICS, INC.

Albert Flores, Vice President

Date

TENNESSEE STATE LIBRARY AND ARCHIVES:

Jeanne D. Sugg, State Librarian and Archivist

Date

DEPARTMENT OF STATE, OFFICE OF SECRETARY OF STATE:

Riley C. Darnell, Secretary of State

Date

APPROVED:

DEPARTMENT OF FINANCE AND ADMINISTRATION:

M. D. Goetz, Jr., Commissioner

Date

COMPTROLLER OF THE TREASURY:

John G. Morgan, Comptroller of the Treasury


Date

CONTRACT SUMMARY SHEET

RFS Number:	RFS 305.05-017	Contract Number:	FA-0415899-00
State Agency:	DEPARTMENT OF STATE	Division:	LIBRARY AND ARCHIVES
Contractor:		Contractor Identification Number:	
AUTO-GRAPHICS, INC.		X	V-
			C-
		95-2105641.00	
Service Description			

PROVISION OF A STATEWIDE PUBLIC LIBRARY CATALOG, ONLINE INTERLIBRARY LOAN SYSTEM AND CATALOGING SYSTEM.

Contract Begin Date				Contract End Date			
1-Apr-04				31-Mar-07			
Allotment Code	Cost Center	Object Code	Fund	Grant	Grant Code	Subgrant Code	
30504	27340	082	11	X	on STARS		
FY	State Funds	Federal Funds	Interdepartmental Funds	Other Funding		Total Contract Amount Include ALL Amendments	
2004		\$116,250.00				\$116,250.00	
2005		\$465,000.00				\$465,000.00	
2006		\$465,000.00				\$465,000.00	
2007		\$348,750.00				\$348,750.00	
						\$0.00	
						\$0.00	
Totals	\$0.00	\$1,395,000.00	\$0.00	\$0.00		\$1,395,000.00	

FDA Number:	45.310	Check the box (below) ONLY if the answer is YES:	
State Fiscal Contact		IS the Contractor a SUBRECIPIENT? (per OMB A-133)	
Name:	SHERLENE HOLT	IS the Contractor a VENDOR? (per OMB A-133)	X
Address:	WM SNODGRASS TOWER, 7TH FLOOR	Is the Fiscal Year Funding STRICTLY LIMITED?	
Phone:	615/741-2683	Is the Contractor on STARS?	X
Procuring Agency Budget Officer Signature		Is the Contractor's FORM W-9 ATTACHED?	
		Is the Contractor's Form W-9 Filed with Accounts?	X

COMPLETE FOR ALL AMENDMENTS (only)		
End Date >	Base Contract & Prior Amendments	This Amendment ONLY
Totals:	\$0.00	\$0.00

Pursuant to T.C.A., Section 9-6-113, I, M. D. Goetz, Jr., Commissioner of Finance and Administration, do hereby certify that there is a balance in the appropriation from which this obligation is required to be paid that is not otherwise encumbered to pay obligations previously incurred.

RECEIVED
APR - 8 AM 10: 53
TOLSON'S OFFICE
OFFICE OF
MANAGEMENT SERVICES

APR 15 2004

DIRECTOR OF ACCOUNTS

FA CONTRACT INFORMATION SUPPLEMENT

FOR ALL FA TYPE CONTRACTS - COMPLETE EITHER SECTION A OR SECTION B

Contract RFS #

305.04/017

Contractor

Auto-Graphics, Inc.

SECTION A—THE CONTRACTOR IS AN INDIVIDUAL

Is or has the contractor been a state employee?

☐ NO (no additional information required)☐ YES

Was such employment within the past six months?

☐ NO☐ YES (an approved rule exception permitting a contract within six months of employment is also required)

Does the contractor receive Tennessee Consolidated Retirement System (TCRS) retirement benefits?

☐ NO☐ YES (the procuring agency general counsel MUST sign an analysis of this procurement using the TCRS analysis guidelines)**SECTION B—THE CONTRACTOR IS A COMPANY
(e.g., sole proprietorship, partnership, or corporation)**

Does an individual, who is or has been a state employee, own controlling interest in (or own) the contractor company?

☒ NO (no additional information required)☐ YES

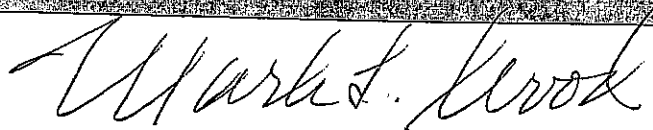
Was such employment within the past six months?

☐ NO☐ YES (an approved rule exception permitting a contract within six months of employment is also required)

Does the individual who owns controlling interest in the contractor company receive Tennessee Consolidated Retirement System (TCRS) retirement benefits?

☐ NO☐ YES (the procuring agency general counsel MUST sign an analysis of this procurement using the TCRS analysis guidelines)

SIGNATURE



3/24/04

SERVICE CONTRACTS COORDINATOR

DATE